

**EXHIBIT AA – Stipulations by  
Toyota**

# **EXHIBIT MM.1**

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Friday, January 21, 2011

***VIA E-MAIL***

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Re: *In re Toyota Motor Corp. Unintended Acceleration Marketing, Sales Practices, and Products Liability Litigation*, United States District Court, Central District of California, Case No. 8:10-ML-02151 JVS (FMO)

Dear Steve, Mark and Frank:

Enclosed please find a list of stipulations that we have confirmed. We are working diligently to confirm the additional stipulations we are agreeable to and will provide those to you as soon as we can confirm their accuracy.

As mentioned in my January 17, 2011 letter, Toyota's willingness to provide these stipulations does not mean that Toyota agrees that they are relevant to choice of law, and the stipulations will be provided without waiving any right to object to the relevance of the particular stipulation. If additional facts come to light that impact these stipulations, Toyota reserves the right to amend them accordingly.

Please feel free to contact me after you have had a chance to review them.

Steve W. Berman, Esq.  
January 21, 2011  
Page 2

Sincerely yours,

/s/

Cari K. Dawson

Enclosure  
CKD:bk

cc: Vince Galvin, Jr.  
Joel Smith  
Lisa Gilford  
Doug Young  
Darren McCarty  
Brendan Krasinski

LEGAL02/32423694v1

012255

## TOYOTA CHOICE OF LAW STIPULATIONS

January 21, 2011

Stipulation Number	Stipulation
1	Toyota Motor Sales, U.S.A., Inc. is incorporated under the laws of the State of California.
2	Toyota Motor Sales, U.S.A., Inc. has been incorporated under the laws of the State of California since 1957.
3	Toyota Motor Sales, U.S.A., Inc. is headquartered in Torrance, California.
5	Toyota Motor Sales, U.S.A., Inc. has been headquartered in California from January 1, 1998 to the present.
7	From January 1, 1998, according to its tax returns for the fiscal year ended (which are subject to adjustment on audit), Toyota Motor Sales, U.S.A., Inc. paid the following California income tax to the California Franchise Tax Board: 3/31/2010 -- \$22,400 3/31/2009 -- \$22,400 3/31/2008 -- \$40,923,788 3/31/2007 -- \$47,176,500 3/31/2006 -- \$59,941,850 3/31/2005 -- \$67,616,680 3/31/2004 -- \$72,317,111 3/31/2003 -- \$45,962,853 3/31/2002 -- \$31,619,148 3/31/2001 -- \$18,841,742 9/30/2000 -- \$22,858,988 9/30/1999 -- \$12,781,096 9/30/1998 -- \$17,400,691
13	Toyota Motor Sales, U.S.A., Inc.'s Warranty Operations Department is located in California.
18	Toyota Motor Sales, U.S.A., Inc. employs more people in California than in any other United States jurisdiction.
19	Continuously from Jan. 1, 1998 to the present, Toyota Motor Sales, U.S.A., Inc.'s principal place of business has been located in California.
40	Toyota Motor Credit Corporation is headquartered in California.
41	Toyota Motor Credit Corporation is incorporated under the laws of the State of California.
42	Toyota Motor Credit Corporation is the US financing subsidiary of Toyota Financial Services Corporation, a subsidiary of Toyota Motor Corporation.
44	Toyota Motor Engineering & Manufacturing North America, Inc. is a wholly-owned subsidiary of Toyota Motor North America, Inc.
45	As of 2000, TABC, Inc. has been wholly owned by TABC Holding, Inc., a wholly owned subsidiary of Toyota Motor Engineering & Manufacturing North America, Inc. From 1996 to 2000, TABC, Inc. was wholly owned by Toyota Motor Manufacturing North America, Inc.
46	TABC, Inc. is incorporated under the laws of the State of California.
47	TABC, Inc. operates Toyota's first North American manufacturing plant.

Stipulation Number	Stipulation
48	TABC, Inc.'s principal place of business is in Long Beach, California.
49	TABC, Inc. has been located in Long Beach, California since it was established in 1974.
50	TABC, Inc. currently produces sheet metal components, steering columns, coated catalytic substrates, and weld sub-assemblies for Toyota's manufacturing facilities and for export to Japan.
52	Calty Design Research, Inc. is incorporated under the laws of the State of California.
54	Calty Design Research, Inc. has been headquartered in California from the time it was formed in 1973 until the present, but also has a location in Ann Arbor, Michigan.
55	Calty Design Research, Inc. provides styling design solutions for Toyota, Lexus, and Scion product development, and supports North American production styling design, including color and trim.
74	Today, there are more authorized Toyota dealerships in California than in any other United States jurisdiction.
75	Continuously from January 1, 2002 to the present, there have been more authorized Toyota dealerships in California than in any other United States jurisdiction.
76	Today, there are more authorized Toyota dealerships that sell Scion vehicles in California than in any other United States jurisdiction.
77	Continuously from January 1, 2005 to the present, there have been more authorized Toyota dealerships that sell Scion vehicles in California than in any other United States jurisdiction.
78	Today, there are more authorized Lexus dealerships in California than in any other United States jurisdiction.
79	Continuously from January 1, 2002 to the present, there have been more authorized Lexus dealerships in California than in any other United States jurisdiction.
96	Toyota Motor Sales, U.S.A., Inc. took title to all Subject Vehicles distributed by Toyota Motor Sales, U.S.A., Inc. in the continental United States at some point in the process of distributing the vehicles for sale or lease.
109	George Morino is National Quality Compliance Manager for Toyota Motor Sales, U.S.A., Inc.
110	George Morino has been National Quality Compliance Manager for Toyota Motor Sales, U.S.A., Inc. since January 1, 2007.
111	George Morino has resided and worked in California the entire time he has been Quality Compliance Manager for Toyota Motor Sales, U.S.A., Inc.
112	Mike Michels is Toyota Motor Sales, U.S.A., Inc.'s Vice President of External Affairs.
113	Mike Michels has worked in Toyota Motor Sales, U.S.A., Inc.'s Corporate Communications division since May 16, 1994.
114	Mike Michels has resided and worked in California the entire time he has worked for Toyota Motor Sales, U.S.A., Inc.

# **EXHIBIT MM.2**

# ALSTON&BIRD LLP

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Friday, January 28, 2011

***VIA E-MAIL***

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Re: *In re Toyota Motor Corp. Unintended Acceleration Marketing, Sales Practices, and Products Liability Litigation*, United States District Court, Central District of California, Case No. 8:10-ML-02151 JVS (FMO)

Dear Counsel:

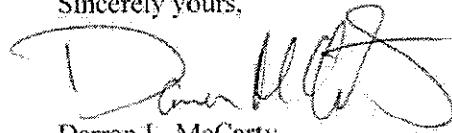
Enclosed please find a list of additional stipulations that we have confirmed.

Again, Toyota's willingness to provide these stipulations does not mean that Toyota agrees that they are relevant to choice of law, and the stipulations will be provided without waiving any right to object to the relevance of the particular stipulation. If additional facts come to light that impact these stipulations, Toyota reserves the right to amend them accordingly.

Steve W. Berman, Esq.  
Mark M. Seltzer, Esq.  
Frank Pitr, Esq.  
January 28, 2011  
Page 2

Please feel free to contact us if you have questions.

Sincerely yours,



Darren L. McCarty

DLM/mb  
Enclosure

cc: Vince Galvin, Jr.  
Joel Smith  
Cari Dawson  
Lisa Gilford  
Doug Young  
David Carpenter

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## TOYOTA CHOICE OF LAW STIPULATIONS

January 28, 2011

Stipulation Number	Stipulation
9	Toyota Motor Corporation has not paid any money to the California Franchise Tax Board since January 1, 1998.
14	Toyota Motor Sales, U.S.A., Inc.'s Warranty Operations Department and any predecessor departments have been located in California continuously from Jan. 1, 1998 to present.
15	Toyota Motor Sales, U.S.A., Inc.'s Warranty Operations Department prepared, subject to Toyota Motor Corporation's approval, the descriptions of the new vehicle limited warranties provided with new Toyota, Lexus and Scion vehicles from January 1, 1998 to the present.
17	From January 1, 1998 to the present, principal operations of the Product Quality and Service Support Department of Toyota Motor Sales, U.S.A., Inc. have been in California with representatives currently in other U.S. states and international jurisdictions.
43	Toyota Motor Credit Corporation generally offers retail leasing, retail and wholesale financing, and other financial services to Toyota and Lexus dealers and their customers for the purchase of new and used cars and trucks. It offers similar services to Toyota industrial equipment dealers. Toyota Motor Credit Corporation, which purchases and services the finance contracts, operates three regional customer service centers and approximately 30 dealer sales and service branches across the US and Puerto Rico.
53	Caly Design Research, Inc. is 80% owned by Toyota Motor Corporation, and 20% by Toyota Motor Sales, U.S.A., Inc.
56	Toyota Motor Corporation has overall responsibility for design, development, engineering and testing of ETCS-i, and acknowledges the involvement of the suppliers, but cannot stipulate where the third parties, including the suppliers and suppliers' Japanese and non-Japanese subsidiaries were involved.
63	Toyota Motor Corporation had the overall responsibility for the design, development and pre-production testing of the fail-safe mechanisms described and depicted on the last page of Exhibit 125 to the October 21, 2010 deposition of Tsutomu Miyazaki, and acknowledges the involvement of the suppliers, but cannot stipulate where the third parties, including the suppliers and suppliers' Japanese and non-Japanese subsidiaries were involved.
64	As of December 31, 2010, Toyota Motor Sales, U.S.A., Inc. had an equity ownership interest in one (1) authorized Toyota/Scion dealership entities and in no authorized Lexus dealership entities in the continental United States (including Alaska).
68	Toyota Technical Center, U.S.A., Inc. was incorporated in California and remained a California corporation until 2006, when it became part of TEMA. Toyota Technical Center, U.S.A., Inc.'s principal place of business was California until approximately 1992; from approximately 1992-2006, its principal place of business was in Michigan. As a part of TEMA, the Toyota Technical Center's principal operations remain in Michigan.
80	From January 1, 1998 to the present, Toyota Motor Sales, U.S.A., Inc. has engaged Saatchi & Saatchi North America, Inc. more than any other single advertising agency to produce national-level advertisements for the Toyota division of Toyota Motor Sales, U.S.A., Inc.

Stipulation Number	Stipulation
87	Toyota Motor Sales, U.S.A., Inc. has engaged the Team One division of Saatchi & Saatchi North America, Inc. more than any other single advertising agency to produce national-level advertisements for the Lexus division of Toyota Motor Sales, U.S.A., Inc. from January 1, 1998 to the present.
90	Toyota Motor Sales, U.S.A., Inc. has engaged ATTIK, Inc. more than any other single advertising agency to produce national-level advertisements for the Scion division of Toyota Motor Sales, U.S.A., Inc.
98	All Model-Year 2005-2010 Toyota Tacomas were equipped with ETCS-i.
99	[REDACTED] Toyota Tacomas were assembled at the New United Motor Manufacturing, Inc. plant in Fremont, California from 2005 to 2010.
101	[REDACTED] Toyota Corollas were assembled at the New United Motor Manufacturing, Inc. plant in Fremont, California from 2005 to 2010.
102	New United Motor Manufacturing, Inc. was a joint venture between Toyota Motor Corporation and General Motors Company from approximately 1984 to 2009.
103	<p>New United Motor Manufacturing, Inc. employed the following number of people (active employees and those on leave of absence) in California as of the dates listed:</p> <p>6/30/2010 – 210      6/30/2009 – 4,485      6/30/2008 – 5,140      6/30/2007 – 5,165      6/30/2006 – 5,334      6/30/2005 – 5,477      6/30/2004 – 5,678      6/30/2003 – 5,708      6/30/2002 – 5,672      6/30/2001 – 5,115      6/30/2000 – 4,776      6/30/1999 – 5,008      6/30/1998 – 4,958</p>
104	Toyota Motor Sales, U.S.A., Inc. invites customers to address any questions, comments or complaints they may have, including reports of unintended acceleration, to its offices in Torrance, California or to the customers' local authorized dealerships; however, customers may also direct such contacts to Toyota Motor Sales, U.S.A., Inc.'s field offices or the offices of GST or SET.
115	Irv Miller was the TMS Group Vice President responsible for Environmental and Public Affairs (formerly and sometimes currently known as Corporate Communications) from January 1, 2003 until the time he resigned from TMS on February 1, 2010.
117	Irv Miller resided and worked in California the entire time he worked for Toyota Motor Sales, U.S.A., Inc.

# **EXHIBIT MM.3**

# ALSTON&BIRD LLP

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February 23, 2011

***VIA E-MAIL***

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Re: *In re Toyota Motor Corp. Unintended Acceleration Marketing, Sales Practices, and Products Liability Litigation*, United States District Court, Central District of California, Case No. 8:10-ML-02151 JVS (FMO)

Dear Counsel:

Additional information has recently come to light that affects a stipulation that we recently provided Plaintiffs. Previously, we stipulated as follows:

9. Toyota Motor Corporation has not paid any money to the California Franchise Tax Board since January 1, 1998.

After reviewing the recently provided information, the above stipulation should be changed to read as follows:

Steve W. Berman, Esq.  
Mark M. Seltzer, Esq.  
Frank Pitr, Esq.  
January 28, 2011  
Page 2

9. Since 1999, TMC has only made two payments to the California Franchise Tax Board. In 2000, TMC made a corporate tax payment of \$11,397 related to rental income, \$453.16 of which was refunded. Also in 2000, TMC made a withholding tax payment of \$122,500 related to the sale of residential real property, all of which was refunded. Since 1999, TMC has paid the California Franchise Tax Board a total of \$10,943.84.

Please feel free to contact us if you have questions.

Sincerely yours,



Darren L. McCarty

DLM/mb  
Enclosure

cc: Vince Galvin, Jr.  
Joel Smith  
Cari Dawson  
Lisa Gilford  
Doug Young  
David Carpenter

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